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Counsel for the Investor Group

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Holdings Inc., et al.,

Debtors.

Chapter 11 Case No.

08-13555 (SCC)

Jointly Administered

**VERIFIED STATEMENT OF (I) KASOWITZ BENSON TORRES LLP
AND (II) CLARICK GUERON REISBAUM LLP
PURSUANT TO BANKRUPTCY RULE 2019**

Kasowitz Benson Torres LLP (“Kasowitz”) and Clarick Gueron Reisbaum LLP (“CGR”) make the following statement (the “Statement”) pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) in connection with the above-captioned chapter 11 cases (the “Bankruptcy Cases”) of Lehman Brothers Holdings Inc., *et al.* (collectively, the “Debtors”):

1. Kasowitz is a law firm that maintains its principal office at 1633 Broadway, New York, New York 10019, and has additional offices throughout the United States. CGR is a law firm that maintains offices at 220 Fifth Avenue, 14th Floor, New York, New York 10001.

2. Kasowitz and CGR currently represent a group of investors (the “Investor Group”) in connection with their beneficial ownership of certificates (“Certificates”) issued by residential mortgage-backed securities (“RMBS”) trusts (the “Trusts”) that, through their trustees (the “Trustees”), have asserted claims against the Debtors (the “RMBS Interests”).

3. The Investor Group includes, each on behalf of itself or its advisory clients: Whitebox Advisors LLC, Deer Park Road Management Company, LP, Tilden Park Capital Management LP, Prophet Capital Asset Management LP, Tricadia Capital Management, LLC, BlueMountain Capital Management, LLC, Poet Advisors, FFI Fund Ltd., FYI Ltd., Olifant Fund, Ltd., and Strongbow Fund Ltd.

4. The Investor Group was formed on or about September 13, 2016, when Whitebox Advisors LLC, Deer Park Road Management Company, LP and Tilden Park Capital Management LP engaged Kasowitz to represent them in connection with their RMBS Interests.

5. On or about May 2, 2017, Prophet Capital Asset Management LP, Tricadia Capital Management, LLC, BlueMountain Capital Management, LLC and Poet Advisors joined the Investor Group and engaged Kasowitz to represent them with respect to their RMBS Interests.

6. On or about June 1, 2017, FFI Fund Ltd., FYI Ltd., Olifant Fund, Ltd. and Strongbow Fund Ltd. joined the Investor Group and engaged Kasowitz to represent them with respect to their RMBS Interests.

7. On or about June 6, 2017, the Investor Group retained CGR as conflicts counsel.

8. Based upon information provided to counsel by each member of the Investor Group, Exhibit A hereto lists the names and addresses of each member of the Investor Group, and “the nature and amount of each disclosable economic interest” held or managed in relation to the Debtors, as of the dates set forth therein.

9. The holdings set forth in Exhibit A are the only holdings for which Kasowitz and CGR represent the Investor Group. Members of the Investor Group may have interests in relation to the Debtors beyond those disclosed on Exhibit A, with respect to which Kasowitz and CGR are not representing them.

10. Although the Investor Group has retained Kasowitz and CGR to represent it in connection with the RMBS Interests collectively as a group, each member of the Investor Group makes its own decisions as to how it wishes to proceed and does not speak for, or on behalf of, any other holder of RMBS Interests, including the other members of the Investor Group in their individual capacities. In addition, the Investor Group does not represent or purport to represent any other entities in connection with the Bankruptcy Cases.

11. Nothing contained in this Statement (or Exhibit A hereto) is intended to or should be construed to constitute (a) a waiver or release of any claims filed or to be filed against or interests in any of the Debtors held by any member of the Investor Group, its affiliates or any other entity, or (b) an admission with respect to any fact or legal theory.

12. As of the date hereof, neither Kasowitz nor CGR holds any claims against or interests in the Debtors.

13. Kasowitz and CGR reserve the right to revise, supplement and/or amend this Statement, as necessary.

Dated: July 10, 2017
New York, New York

KASOWITZ BENSON TORRES LLP

CLARICK GUERON REISBAUM LLP

/s/ Daniel A. Fliman

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Conflicts Counsel for the Investor Group

VERIFICATION

Daniel A. Fliman hereby declares under penalty of perjury as follows:

1. I am a member of the law firm of Kasowitz Benson Torres LLP, attorneys to Whitebox Advisors LLC, Deer Park Road Management Company, LP, Tilden Park Capital Management LP, Prophet Capital Asset Management LP, Tricadia Capital Management, LLC, BlueMountain Capital Management, LLC, Poet Advisors, FFI Fund Ltd., FYI Ltd., Olifant Fund, Ltd., and Strongbow Fund Ltd. in the above-captioned bankruptcy cases.

2. I have read the foregoing *Verified Statement of (I) Kasowitz Benson Torres LLP and (II) Clarick Gueron Reisbaum LLP Pursuant to Bankruptcy Rule 2019* and verify that the statements therein are true and correct to the best of my knowledge, information and belief.

Dated: July 10, 2017
New York, New York

/s/ Daniel A. Fliman
Daniel A. Fliman

VERIFICATION

Nicole Gueron hereby declares under penalty of perjury as follows:

1. I am a member of the law firm of Clarick Gueron Reisbaum LLP, conflicts counsel to Whitebox Advisors LLC, Deer Park Road Management Company, LP, Tilden Park Capital Management LP, Prophet Capital Asset Management LP, Tricadia Capital Management, LLC, BlueMountain Capital Management, LLC, Poet Advisors, FFI Fund Ltd., FYI Ltd., Olifant Fund, Ltd., and Strongbow Fund Ltd. in the above-captioned bankruptcy cases.

2. I have read the foregoing *Verified Statement of (I) Kasowitz Benson Torres LLP and (II) Clarick Gueron Reisbaum LLP Pursuant to Bankruptcy Rule 2019* and verify that the statements therein are true and correct to the best of my knowledge, information and belief.

Dated: July 10, 2017
New York, New York

/s/ Nicole Gueron
Nicole Gueron